



04053297

13FCONP 12/7/04

NON-PUBLIC

OMB APPROVAL

OMB Number:
Expires:
Estimated average burden
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SEC USE ONLY



UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 13F

FORM 13F Cover Page

Goldman Sachs & Co.
Confidential Treatment
Requested

Report for the Calendar Year or Quarter Ended June 30, 2004

If amended report check here: | | Amendment Number:

This Amendment (Check only one): | | is a restatement
adds new holding
entries.

Goldman Sachs Group, Inc. (The)

Name of Institutional Investment Manager

85 Broad St. New York NY 10004

Business Address (Street) (City) (State) (Zip)

13F File Number: 28-04981

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Theodore Chang Vice President, Central Compliance (212) 902-7202

Name (Title) (Phone)

/s/ Theodore Chang

(Manual Signature of Person Duly
Authorized to Submit This Report)

New York NY, August 23, 2004

(Place and Date of Signing)

Report Type:

- [x] 13F HOLDINGS REPORT.
[] 13F NOTICE.
[] 13F COMBINATION REPORT.

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1
Form 13F Information Table Entry Total: 2
Form 13F Information Table Value Total: \$ 41,936.72
(thousands)

CONFIDENTIAL TREATMENT EXPIRES

PROCESSED
FEB 04 2005
THOMSON
FINANCIAL

List of Other Included Managers:

Name and 13F file numbers of ALL Institutional Investment Managers with respect to which this schedule is filed (other than the one filing this report):

13F File No.: Name:

2. 28-00687 Goldman, Sachs & Co.

</TABLE>
<CAPTION>

ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	ITEM 6	ITEM 7	ITEM 8				
VOTING AUTHORITY											
NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE (x\$1000)	SHARES OR PRINCIPAL AMOUNT	SH/ PRN	Put/ CLL (A) (B)	Inv Dsc (C)	Other Mana- gers	SOLE (A)	SHARED (B)	NONE (C)
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
AT&T WIRELESS SERVICES INC	CMN	00209A106	33,236.72	2,321,000	SH		SH-DEF	2	2,321,000		
AT&T WIRELESS SERVICES INC	CMN	00209A106	8,700.00	2,000,000	SH	CAL	SH-DEF	2	2,000,000		

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